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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 8, 1997

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*****78.75 *****78.75

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: MARABH ENTERPRISES, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation for MARABH ENTERPRISES, INC. and a check for \$78.75 for Filing Fee & Certificate.

FROM: Dr. Raj T. Rajan
8940 Skymaster Drive
New Port Richey, FL 34654

Any questions regarding this incorporation may be directed to Dr. Raj T. Rajan at (813) 849-2600.

Raj Rajan GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Subale III*
DATE _____
DOC. EXAM. *PK*

PK
4/24/97

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

MARABH ENTERPRISES, INC.

The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act, hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on Corporations pursuant to the provisions thereof, and do hereby make, subscribe, certify and acknowledge and file these Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be: MARABH ENTERPRISES, INC.

ARTICLE II - PERIOD OF EXISTENCE

The period during which the Corporation shall continue is perpetual.

ARTICLE III - REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 8940 Skymaster Drive, New Port Richey, FL 34654 and the name of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Dr. Raj T. Rajan. The principal address is the same as the registered office.

ARTICLE IV - SHARES

The total authorized capital stock of the Corporation is One Thousand (1,000) shares having a Par Value of NONE. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

ARTICLE V - DIRECTORS

The corporation shall be authorized to conduct business with one (1) or more directors; the beginning number of directors shall be three (3) in number, which number may be changed at any special or general meeting of the stockholders. The name and address of the first board of directors is:

NAME	ADDRESS
<u>Dr. Raj T. Rajan</u>	<u>8940 Skymaster Drive, New Port Richey, FL 34654</u>
<u>Bharathi Rajaa</u>	<u>8940 Skymaster Drive, New Port Richey, FL 34654</u>
<u>Manoj Rajaa</u>	<u>8940 Skymaster Drive, New Port Richey, FL 34654</u>

ARTICLE VI - INCORPORATOR(S)

The name and address of the incorporator to these articles is:

Dr. Raj T. Rajan
8940 Skymaster Drive
New Port Richey, FL 34654

ARTICLE VII - INDEMNITY

Directors of the Corporation shall not be liable to either the Corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a directors duty of loyalty to the Corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The undersigned incorporator has executed these Articles of Incorporation this

8 day of April, 1997.



Signature

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MARABH ENTERPRISES, INC.
2. The name and address of the registered agent and office is:
Dr. Raj T. Rajan
8940 Skymaster Drive
New Port Richey, FL 34654

Having been named as registered agent and to accept service of process for the above stated corporation the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature

4/8/97
Date